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HEET

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.  
Box Assignment, Washington, DC 20231

1. Name of conveying party(ies):

Culbro Corporation

☐ Individual(s)☐ General Partnership☒ Corporation-State New York☐ OtherAdditional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

2. Name and address of receiving party(ies):

Name: General Cigar Holdings, Inc.

Internal Address: \_\_\_\_\_

Street Address: 387 Park Avenue SouthCity New York State NY ZIP 10016☐ Individual(s) citizenship \_\_\_\_\_☐ Association \_\_\_\_\_☐ General Partnership \_\_\_\_\_☐ Limited Partnership \_\_\_\_\_☒ Corporation-State Delaware☐ Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative

designation is attached: ☐ Yes ☒ No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? ☐ Yes ☒ No

3. Nature of conveyance:

☐ Assignment☐ Security Agreement☐ Other \_\_\_\_\_☒ Merger☐ Change of NameExecution Date: August 18, 1997

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) \_\_\_\_\_

B. Trademark registration No.(s) 747808, 700054, 673753, 1132834Additional numbers attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

PENNIE & EDMONDS LLP  
1155 Avenue of the Americas  
New York, NY 10036

Attn.: Joseph Diamante, Esq.File No.: 3057-110-9996. Total number of applications and registrations involved: 47. Total fee (37 CFR 3.41):.....\$ 115.00

Please charge to the deposit account listed in Section 8.

8. Deposit account number:

16-1150

DO NOT USE THIS SPACE

9. Statement and signature.

*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*

Joseph Diamante

Name of Person Signing Reg. No.

Signature

May 25, 1999

Date

Total number of pages comprising cover sheet:

4

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignment  
Washington, D.C. 20231

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01 FC:481

40.00 CH

02 FC:482

75.00 CH

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REEL: 001905 FRAME: 0206

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CERTIFICATE OF MERGER

OF

CULBRO CORPORATION

INTO

GENERAL CIGAR HOLDINGS, INC.

(Under Section 252 of the General Corporation Law  
of the State of Delaware)

General Cigar Holdings, Inc., organized and existing under and by virtue of the  
General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY THAT:

FIRST: The name and state of incorporation of each of the constituent  
corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Culbro Corporation	New York
General Cigar Holdings, Inc.	Delaware

SECOND: An Agreement and Plan of Merger (the "Merger Agreement")  
between the parties to the merger has been approved, adopted, certified, executed and  
acknowledged by each of the constituent corporations in accordance with the requirements of  
subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the merger is General Cigar  
Holdings, Inc.

FOURTH: The effective date of the merger is August 29, 1997.

FIFTH: The certificate of incorporation of General Cigar Holdings, Inc., the  
surviving corporation, shall be the certificate of incorporation of the surviving corporation.

SIXTH: The executed Merger Agreement is on file at the principal place of business of General Cigar Holdings, Inc. at 387 Park Avenue South, New York, New York, 10016-8899.

SEVENTH: A copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

EIGHTH: Culbro Corporation has authorized capital stock consisting of Ten Million (10,000,000) shares of common stock, par value \$1.00 per share and One Million (1,000,000) shares of preferred stock, par value \$1.00 per share, which shares of preferred stock are issuable in one or more series.

IN WITNESS WHEREOF, General Cigar Holdings, Inc. has caused this certificate to be signed by Edgar M. Cullman, Jr., its President, and A. Ross Wollen, its Secretary, on the 18th day of August, 1997.

GENERAL CIGAR HOLDINGS, INC.

By: Edgar M. Cullman, Jr.  
Edgar M. Cullman, Jr.  
President

ATTEST:

By: A. Ross Wollen  
A. Ross Wollen  
Secretary

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